

1 Neel Chatterjee (SBN 173985)
2 *nchatterjee@goodwinlaw.com*
GOODWIN PROCTER LLP
3 135 Commonwealth Drive
Menlo Park, California 94025
Tel.: +1 650 752 3100
Fax.: +1 650 853 1038

5 Brett Schuman (SBN 189247)
bschuman@goodwinlaw.com
6 Shane Brun (SBN 179079)
sbrun@goodwinlaw.com
7 Rachel M. Walsh (SBN 250568)
rwalsh@goodwinlaw.com
8 Hayes P. Hyde (SBN 308031)
hhyde@goodwinlaw.com
GOODWIN PROCTER LLP
9 Three Embarcadero Center
10 San Francisco, California 94111
Tel.: +1 415 733 6000
11 Fax.: +1 415 677 9041

12 Attorneys for Defendant
13 Otto Trucking LLC

14 **UNITED STATES DISTRICT COURT**
15 **NORTHERN DISTRICT OF CALIFORNIA**
16 **SAN FRANCISCO DIVISION**

17 Waymo LLC,
18 Plaintiff,
19 v.
20 Uber Technologies, Inc., et al.,
21 Defendants.

22 Case No. 3:17-cv-00939-WHA

23 **DECLARATION OF RACHEL M. WALSH
IN SUPPORT OF DEFENDANT OTTO
TRUCKING LLC'S ADMINISTRATIVE
MOTION TO FILE UNDER SEAL
PORTIONS OF ITS MOTION TO
ENFORCE THE COURT'S JUNE 7, 2017
ORDER (DKT. 563) AND TO JOIN AND
ADOPT CO-DEFENDANTS UBER
TECHNOLOGIES, INC. AND
OTTOMOTTO LLC'S MOTION TO
ENFORCE THE COURT'S JUNE 7, 2017
ORDER (DKT. 563)**

24 Date: August 17, 2017
25 Time: 8:00 a.m.
Courtroom: 8, 19th Floor
Judge: Honorable William Alsup
Trial Date: October 10, 2017

1 I, Rachel M. Walsh, declare as follows:

2 1. I am counsel at the law firm of Goodwin Procter LLP, counsel of record for
 3 Defendant Otto Trucking LLC (“Otto Trucking”). I make this declaration based upon matters
 4 within my own personal knowledge and if called as a witness, I could and would competently
 5 testify to the matters set forth herein. I make this declaration in support of Defendant Otto
 6 Trucking’s Administrative Motion to File Under Seal Portions of its Motion to Enforce the
 7 Court’s June 7, 2017 Order (Dkt. 563) and to Join and Adopt Co-Defendants Uber Technologies,
 8 Inc. and Ottomotto LLC’s Motion to Enforce the Court’s June 7, 2017 Order (Dkt. 563).

9 2. I have reviewed the following documents and confirmed that only the portions
 10 identified below merit sealing:

Document	Portions to Be Filed Under Seal
Exhibits 2 and 3 to the Declaration of Rachel M. Walsh	Highlighted Portions

11 3. Otto Trucking seeks to seal the highlighted portions of Exhibit 2 because Plaintiff
 12 Waymo LLC (“Waymo”) has designated the information ‘Highly Confidential – Attorneys’ Eyes
 13 Only.’’ Otto Trucking does not oppose the merits of sealing the material designated by Waymo,
 14 and anticipates that Waymo will file declarations in accordance with Local Rule 79-5.

15 4. The highlighted portions of Exhibit 3 contain highly confidential, sensitive business
 16 information of Otto Trucking relating to terms of Otto Trucking’s agreements, corporate structure,
 17 and financial information. This highly confidential information is not publicly known, and its
 18 confidentiality is strictly maintained. I understand that if this information were made public, Otto
 19 Trucking’s competitors and counterparties would have insight into how Otto Trucking structures
 20 its business agreements, allowing them to modify their own business strategy. Otto Trucking’s
 21 competitive standing could be significantly harmed.

22 5. Otto Trucking’s request to seal is narrowly tailored to those portions of the
 23 motion’s supporting documents that merit sealing.

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1 I declare under penalty of perjury under the laws of the United States that the foregoing is
2 true and correct. Executed this 7th day of July, 2017 in San Francisco, California.

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4 /s/ Rachel M. Walsh
5 Rachel M. Walsh
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